

**BEFORE THE BOARD OF OIL, GAS AND MINING
DEPARTMENT OF NATURAL RESOURCES
STATE OF UTAH**

IN THE MATTER OF THE REQUEST FOR AGENCY ACTION OF BERRY PETROLEUM COMPANY FOR AN ORDER ESTABLISHING 1,280 ACRE DRILLING UNITS FOR HORIZONTAL WELLS, ALLOWING FOR TWO HORIZONTAL WELLS PER DRILLING UNIT, FOR PRODUCTION OF OIL AND GAS FROM THE LOWER GREEN RIVER/WASATCH FORMATION UNDERLYING SECTIONS 4 AND 5 IN TOWNSHIP 5 SOUTH, RANGE 6 WEST, USM, AND SECTIONS 31 AND 32 IN TOWNSHIP 4 SOUTH, RANGE 5 WEST, USM, DUCHESNE COUNTY, UTAH.

NOTICE OF HEARING

Docket No. 2012-020
Cause No. 139-92

THE STATE OF UTAH TO ALL PERSONS INTERESTED IN THE FOLLOWING MATTER.

Notice is hereby given that the Board of Oil, Gas and Mining ("Board"), State of Utah, will conduct a hearing on WEDNESDAY, May 23, 2012, at 9:00 AM, or as soon thereafter as possible, in the auditorium of the Department of Natural Resources, 1594 West North Temple, Salt Lake City, Utah.

The hearing will be conducted as a formal administrative adjudication in accordance with the rules of the Board as set forth in Utah Administrative Code R641 et seq. and as provided for in Utah Code Ann. § 40-6-1 et seq. and Utah Code Ann. § 63G-4-101 through 601.

The purpose of the hearing will be for the Board to receive testimony and evidence regarding a Request for Agency Action that the Board enter an Order:

1. Providing for the establishment of 1,280 acre drilling units comprising Sections 4 and 5 in Township 5 South, Range 6 West, and Sections 31 and 32 in Township 4 South, Range 5 West, USM, in Duchesne County, Utah ("Subject Lands") allowing two horizontal wells, one in the Uteland Butte and one in the Wasatch for the production of oil and gas from the Lower Green River/Wasatch Formation; and
2. Allowing the continued location and drilling of all vertical wells, including existing and future wells, within the Subject Lands in conformance with the requirements outlined in Utah Admin. Code R649-3-2 and Utah Admin. Code R649-3-3, including the 1,320 set-back

requirement between vertical and horizontal wells, or other distance agreed to between the Petitioner and DOGM; and

3. Providing such other relief as may be just and equitable under the circumstances.

Objections to the Request for Agency Action must be filed with the Secretary of the Board at the address listed below no later than the 10th day of the month, or two weeks before the scheduled hearing, whichever is earlier. A party must file a timely written objection or other response in order to participate as a party at the Board hearing.


Natural persons may appear and represent themselves before the Board. All other representation by parties before the Board will be by attorneys licensed to practice law in the State of Utah, or attorneys licensed to practice law in another jurisdiction which meet the rules of the Utah State Bar for practicing law before the Utah Courts.

Persons interested in this matter may participate pursuant to the procedural rules of the Board. The Request for Agency Action, and any subsequent pleadings, may be inspected at the office of the undersigned.

Pursuant to the Americans with Disabilities Act, persons requiring auxiliary communicative aids and services to enable them to participate in this hearing should call Julie Ann Carter at (801) 538-5277, at least three working days prior to the hearing date.

DATED this 26th day of April, 2012.

STATE OF UTAH
BOARD OF OIL, GAS AND MINING
James T. Jensen, Chairman


/s/ Julie Ann Carter
Secretary to the Board
1594 West North Temple, Suite 1210
Salt Lake City, Utah 84116
(801) 538-5277

CERTIFICATE OF SERVICE

I hereby certify that I caused a true and correct copy of the foregoing NOTICE OF HEARING for Docket No. 2012-020, Cause No. 139-92 to be mailed with postage prepaid, this 26th day of April, 2012, to the following:

A. John Davis
Mark L. Burghardt
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Company
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Utah Board of Oil, Gas & Mining
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Salt Lake City, UT 84116
[Via Email]

Steven F. Alder
Assistant Attorney General
Utah Division of Oil, Gas & Mining
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Berry Petroleum Company
Attention: Joe W. Judd, Landman
1999 Broadway Street, Suite 3700
Denver, CO 80202-1939

Bureau of Land Management
Utah State Office
Attn: Roger L. Bankert
P.O. Box 45155
Salt Lake City, UT 84145-0155

Bureau of Land Management
Vernal Field Office
Attn: Jerry Kenczka
170 South 500 East
Vernal, UT 84078

Bureau of Indian Affairs
Uintah & Ouray Reservation
P.O. Box 130
Ft. Duchesne, UT 84026

Ute Distribution Corporation
P.O. Box 696
Roosevelt, UT 84066

Ute Indian Tribe
Energy and Mineral Dept.
P.O. Box 70
Ft. Duchesne, UT 84026

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Milton T. Poulson and Pauline Poulson
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Stanley Kermit Poulson, Trustee of the
Kermit Poulson Family Trust
PO Box 388
Vernal, UT 84078

Arden V. Robbins, Joan Robbins, and Kirk
D. Robbins, as joint tenants
650 West 100 North
Vernal, UT 84078



CERTIFICATE OF PUBLISHED NOTICE

I hereby certify that I caused a true and correct copy of the foregoing NOTICE OF HEARING for Docket No. 2012-020, Cause No. 139-92 to be PUBLISHED in the following newspapers on the following days:

May 6, 2012:

The Salt Lake Tribune and Deseret Morning News, newspapers of general circulation in Salt Lake City and County.

May 1, 2012:

Uintah Basin Standard, a newspaper of general circulation in Duchesne and Uintah Counties.

A handwritten signature in blue ink, reading "Julie Ann Carter", is written over a horizontal line.